

A RESOLUTION APPROVING THE ISSUANCE BY THE PUBLIC FINANCE AUTHORITY (WISCONSIN) OF NOT TO EXCEED \$137,000,000 OF BONDS FOR THE BENEFIT OF ROSEMAN UNIVERSITY OF HEALTH SCIENCES FOR PURPOSES OF SECTION 147(f) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED

WHEREAS, Clark County, Nevada (the “County”) is a political subdivision of the State of Nevada and the Board of County Commissioners (the “Governing Body”) is the elected governing body of the County; and

WHEREAS, Roseman University of Health Sciences, a Nevada nonprofit corporation and 501(c)(3) organization (the “Borrower”) has represented the following to the County for this resolution:

1. The Borrower, who operates a private university, has requested that the Public Finance Authority (Wisconsin) (the “Authority”) issue its Revenue and Revenue Refunding Bonds (Roseman University of Health Sciences Project), in one or more series or issuances, from time to time pursuant to a plan of finance (the “Bonds”), in a maximum aggregate stated principal amount not to exceed \$137,000,000, for the purpose of: (a) financing, refinancing and/or reimbursing the cost of acquisition, construction, expansion, improvement, renovation, furnishing and equipping of certain educational facilities located at: (1) 4, 11 and 14B Sunset Way and an adjacent parcel of property located on Whitney Mesa Drive, Henderson, Nevada 89041, in an aggregate principal amount not to exceed \$6,000,000; (2) One Breakthrough Way and 10530 Discovery Drive, Las Vegas, Nevada 89135, in an aggregate principal amount not to exceed \$130,000,000; and (3) 3755 Breakthrough Way, Las Vegas, Nevada 89135, in an aggregate principal amount not to exceed \$1,000,000; (b) to fund a debt service reserve fund for the Bonds; (c) to fund interest on the Bonds, and (d) to fund the payment of certain costs of issuance with respect to the Bonds (collectively, the “Project,” and the property being financed or refinanced, the “Facilities”); and
2. The Facilities financed and/or refinanced with the proceeds of the Bonds will be owned and principally used by the Borrower. The Facilities are, or will be, used by the Borrower as part of its educational facilities for educational purposes, and as part of an integrated operation; and
3. It is the expectation that all or a portion of the Bonds will be issued as “private activity bonds” and “qualified 501(c)(3) bonds” for purposes of the Internal Revenue Code of 1986 (the “Code”); and
4. Pursuant to Section 147(f) of the Code, prior to their issuance, the Bonds are required to be approved by the “applicable elected representative” of a governmental unit having jurisdiction over the entire area in which the Facilities are located, after a public hearing held following reasonable public notice; and

5. The Borrower has requested that the Governing Body approve the financing of the Project and the issuance of the Bonds in order to satisfy the public approval requirement of Section 147(f) of the Code; and

WHEREAS, the County has received and hereby accepts the Borrower's Indemnification Letter, which has been filed with the County Clerk's office; and

WHEREAS, pursuant to Section 147(f) of the Code, the Governing Body has, following notice duly given in the form attached hereto as EXHIBIT A (the "TEFRA Notice"), held a public hearing regarding the financing of the Project and the issuance of the Bonds.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF CLARK COUNTY, NEVADA AS FOLLOWS:

1. Solely for the purposes of Section 147(f) of the Internal Revenue Code of 1986, as amended, the Governing Body, hereby approves the plan of finance, the Project and the financing and refinancing thereof through the issuance of the Bonds by the Authority in an aggregate principal amount not to exceed \$137,000,000.
2. Nothing in this Resolution obligates the County to grant further approvals for the Project or any other project or constitutes a representation that any other County or other approvals needed for the Project or any other project will be granted.
3. The officers of the Governing Body are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents that they deem necessary or advisable in order to carry out, give effect to and comply with the terms and intent of this resolution and the financing approved hereby.

[Signatures on Following Page]

ADOPTED by the Board of County Commissioners of the County at a regular meeting of said body held on the 2nd day of June, 2026, by a majority vote:

Michael Naft, Chair
Board of County Commissioners
Clark County, Nevada

[Seal]

Attest:

Lynn Marie Goya
County Clerk

**EXHIBIT A
FORM OF TEFRA NOTICE**

**NOTICE OF PUBLIC HEARING
BY THE BOARD OF COUNTY COMMISSIONERS OF CLARK COUNTY, NEVADA
WITH RESPECT TO AN AMOUNT NOT TO EXCEED
\$137,000,000 OF PUBLIC FINANCE AUTHORITY (WISCONSIN)
REVENUE AND REVENUE REFUNDING BONDS
(ROSEMAN UNIVERSITY OF HEALTH SCIENCES PROJECT)**

Notice is hereby given that on Tuesday, June 2, 2026, a public hearing, as required by Section 147(f) of the Internal Revenue Code of 1986, as amended (the “*Code*”), will be held by the Board of County Commissioners of Clark County, Nevada (the “*County*”) with respect to the proposed issuance by the Public Finance Authority (Wisconsin) (the “*Authority*”) of its Public Finance Authority Revenue and Revenue Refunding Bonds (Roseman University of Health Sciences Project), in one or more series or issuances, from time to time pursuant to a plan of finance (the “*Bonds*”), in a maximum aggregate stated principal amount not to exceed \$140,000,000. The hearing will commence at 10:00 a.m., or as soon thereafter as the matter can be heard, and will be held at the offices of the County at the Clark County Commission Chambers, Clark County Government Center, 500 South Grand Central Parkway, Las Vegas, Nevada 89155 (the “*Hearing*”).

It is the expectation that all or a portion of the Bonds will be issued, as tax-exempt qualified 501(c)(3) bonds.

The following information was provided by the Authority for this Notice:

1. The Bonds are expected to be issued pursuant to Section 66.0304 of the Wisconsin Statutes, as amended, (the “*Act*”), by the Authority, a commission organized under and pursuant to the provisions of Sections 66.0301, 66.0303 and 66.0304 of the Act.
2. The proceeds from the sale of the Bonds will be loaned to the Borrower identified below and used for the Project identified below.
3. The Bonds will be limited obligations of the Authority payable solely from loan repayments to be made by the Borrower to the Authority and certain funds and accounts established by an Indenture of Trust for the Bonds, and will be secured by collateral furnished or caused to be furnished by the Borrower.

The following information was provided by Roseman University of Health Sciences (the “*Borrower*”), a Nevada nonprofit corporation and 501(c)(3) organization, which operates a private university, for this Notice:

A. The Borrower will use a portion of the proceeds of the Bonds in the approximate amount of \$137,000,000 (the “*Nevada Bonds*”), from time to time, pursuant to a plan of

finance, for the following purposes: (a) financing, refinancing and/or reimbursing the cost of acquisition, construction, expansion, improvement, renovation, furnishing and equipping of certain educational facilities located at: (1) 4, 11 and 14B Sunset Way and an adjacent parcel of property located on Whitney Mesa Drive, Henderson, Nevada 89041, in an aggregate principal amount not to exceed \$6,000,000; and (2) One Breakthrough Way and 10530 Discovery Drive, Las Vegas, Nevada 89135, in an aggregate principal amount not to exceed \$130,000,000; and (3) 3755 Breakthrough Way, Las Vegas, Nevada 89135, in an aggregate principal amount not to exceed \$1,000,000; (b) to fund a debt service reserve fund for the Bonds; (c) to fund interest on the Bonds, and (d) to fund the payment of certain costs of issuance with respect to the Bonds (collectively, the “Project,” and the property being financed or refinanced, the “Facilities”). The remaining proceeds of the Bonds in the amount of \$3,000,000 will be used by the Borrower to finance capital projects located 10894 South River Front Parkway and 10920 South River Front Parkway, South Jordan, Utah 84095 which will be subject to a separate public hearing by the City of South Jordan, Utah.

B. The Facilities financed and/or refinanced by the Nevada Bonds will be owned and principally used by the Borrower. The Facilities are, or will be, used by the Borrower as part of its educational facilities for educational purposes, and as part of an integrated operation.

At the time and place set for the public hearing, interested persons will be given a reasonable opportunity to express their views, both orally and in writing, on the merits of the Project, its location, the issuance of the Nevada Bonds or related matters. Persons wishing to express their views on the merits of the plan of financing, the location of the Facilities, the issuance of the Nevada Bonds or related matters may send an email in advance of the public hearing to comment@clarkcountynv.gov. Written comments should identify the agenda item to which the comment relates. The agenda item may be found in the agenda which will be posted by the County three (3) business days in advance of the public hearing at <https://clark.legistar.com/Calendar.aspx>. Comments submitted without reference to a specific agenda item will be read at the end of the meeting. With twenty four (24) hour advance request, a sign language interpreter may be made available by calling (702) 455-3530, TDD (702) 385-7486, or Relay Nevada toll free (800) 326-6868, TT/TDD.

Dated: May 15, 2026